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March 2, 2004

VIA COURIER

RECEIVED

MAR - 2 2004

Ms. Marlene H. Dortch  
Office of the Secretary  
Federal Communications Commission  
c/o Astronix, Inc.  
236 Massachusetts Avenue, N.E. Suite 110  
Washington, DC 20002

FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

Re: WC Docket 04-1: Notification Regarding Acquisition of Customers

Dear Ms. Dortch:

Lightyear Network Solutions, LLC ("New Lightyear"), by its undersigned counsel, hereby notifies the Commission pursuant to 47 C.F.R. § 64.1120(e), of the impending transfer of the customers of Lightyear Communications, Inc. ("Lightyear") to New Lightyear. As part of the reorganization of Lightyear conducted pursuant to Chapter 11 of the U.S. Bankruptcy Code, Lightyear and New Lightyear have engaged in a transaction whereby all of Lightyear's assets will be transferred to New Lightyear. The transition of customers will occur on or after April 1, 2004, subject to receiving all required State regulatory approvals or as soon thereafter as possible.

Attached are a copy of the notice letter that was sent to all customers of Lightyear and a certification as required by 47 C.F.R. § 64.1120(e)(1). Please include this notice and the attachments in the record of the above-referenced proceeding.

An original and one (1) copy of this letter are submitted herewith and we would appreciate it if you would please date stamp the enclosed extra copy of this letter and return it in the envelope provided. If you have any questions, please contact the undersigned at 202-945-6941.

Sincerely,

No. of Copies rec'd 011  
List ABCDE

William B. Wilhelm, Jr.  
Douglas D. Orvis II

Counsel for Lightyear Communications, Inc.

cc: Linda Hunt  
W. Brent Rice

**EXHIBIT A**

**FORM OF CUSTOMER NOTICE**



Dear Valued Customer,

The last few years have been a bumpy ride for the telecommunications industry. At Lightyear, we're proud to say that we're survivors. Lightyear Communications, Inc. ("Lightyear") is officially emerging from bankruptcy with the transfer of substantially all of its assets to Lightyear Network Solutions, LLC, ("New Lightyear"). New Lightyear will automatically become your telecommunications provider on or about April 1, 2004. The actual effective date of the transfer will be on a customer by customer basis and will depend on when we receive the appropriate state and federal regulatory approvals.

The existing management and employees of Lightyear Communications, Inc. will continue to serve you when the name changes to Lightyear Network Solutions, LLC. We're excited about this change and we hope you will be, too. **Please rest assured that the transaction will not affect the services you currently receive and that you will continue to receive services with the same rates, features, terms and conditions as the service you currently enjoy. You will continue to receive top quality services with performance which meets or exceeds that of the services you currently receive.**

From our customer's perspective, we anticipate this change to be truly seamless. However, it is important that you be aware of the following information. Many of our customers have instituted a "freeze" on their existing telephone lines to prevent unauthorized transfer to another long-distance carrier. That freeze may be over-ridden for purposes of this transaction, and may need to be reinstated by you after the transfer is complete.

You may, of course, choose another carrier for your telephone service, subject to any termination restrictions in your contract. Customers who wish to choose another telephone provider will need to contact that carrier prior to March 10, 2004. Please note that if you are a customer of former Lightyear on the date of the transfer and you have not informed Lightyear that you have made arrangements on your own to switch to a telephone company other than New Lightyear, your account will automatically be transferred and your contract assigned to New Lightyear, even if you have previously arranged for a preferred carrier freeze through your local phone company.

If you live in the state of Tennessee, we are required to give you 30 days notice if there will be any rate increases or major product changes to your account within 90 days of our corporate changeover. At this time, we do not anticipate any major changes to our current product lineup, as our vendors are working closely with us to make this change as simple as possible. The transaction has been structured such that customers should not be charged any carrier-change charges levied by your local telephone company. If, however, such a charge does appear on the bill from your local telephone company as a result of this transfer of service to New Lightyear, please call Lightyear's customer service department toll-free 866-946-2222, and they will reimburse you or credit your account accordingly.

Any questions you may have regarding your current services can be addressed by calling Lightyear's customer service department toll-free at 866-946-2222. You may also contact Lightyear's customer service department to learn more about New Lightyear and its service offerings prior to the transfer by calling the same toll free number.

We look forward to continuing to provide you with quality service for many years to come. In the meantime, if you have specific questions about this notice, please contact us at 866-946-2222, or if you reside in Hawaii, you may also contact the Hawaii Public Service Commission at 465 S. King Street, First Floor, Honolulu, Hawaii 96813 (Telephone) 808-586-2020.

Sincerely,

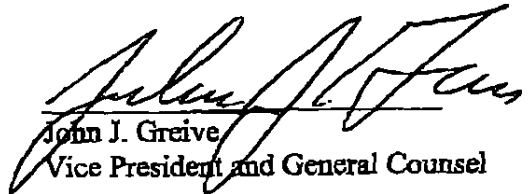
**Lightyear Network Solutions, LLC**

### **CERTIFICATION OF COMPLIANCE**

On behalf of Lightyear Communications, Inc. ("Lightyear"), with regard to Lightyear's reorganization and the acquisition of certain customers of Lightyear by Lightyear Network Solutions, LLC, I hereby certify compliance with the requirements of 47 C.F.R. § 64.1120(e). This includes the provision of advanced subscriber notice, in accordance with 47 C.F.R. § 64.1120(e)(3), and the obligations specified in that notice.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on March 2, 2004, at Louisville, Kentucky.

  
John J. Greive  
Vice President and General Counsel